

Revised Statutes

Article 1: Name, Seat and Duration

1. The foundation is entitled: Caretakers of the Environment International.
2. She has her seat in the municipality of Alkmaar, Netherlands.
3. The foundation has been called into existence for an indefinite period.

Article 2: Purpose

1. The overall aim of the organisation is to stimulate environmental education in secondary schools through the development of a worldwide network of teachers and pupils who share environmental concerns and who face environmental challenges.
2. The organisation endeavours to reach its aims and objectives by:
 - a. Publishing an international periodical which shall be called the Global Forum
 - b. Organising annual conferences
 - c. Supporting international, national, regional and local projects
 - d. Publishing of annual conference proceedings by the local organising committee.

Article 3: Revenues

1. The funds of the organisation shall be constituted through:
 - a. Subsidies and donations
 - b. Acquisitions stemming from legacies, bequests and donations
 - c. Revenues from other sources.

Article 4: Management

1. The management of the organisation is in the hands of the International Board of Directors. The Board consists of at least six officers. The number of Board members is determined by the Board.
2. Those who are qualified to help realise the purpose of the foundation can be considered for a seat on the Board
3. Board members are appointed by the International Board, with the exception of the members of the first Board.
4. Board members are required to endorse the purpose of the Foundation as mentioned in article 2
5. Board members are appointed for a period of four years. An exception is made for the first Board: the first Board will resign after the first term according to a resignation schedule. This schedule prescribes that one fourth of the board will resign annually. A board member whose term come(s) to completion may be re-appointed immediately.
6. Membership of the Board terminates through:
 - a. Election of a successor, replacing a member whose term has come to an end
 - b. Voluntary resignation
 - c. Death

- d. Bankruptcy petition.
 - e. On request of the board through unanimous decision by all remaining board members
7. if a vacancy occurs then the newly board member, appointed according to the resignation schedule, shall occupy the same seat as that of the resigned board member.
 8. The three founder members of CEI become Emeritus when they leave the Board. They are entitled to attend Board meetings but shall have no voting rights.

Article 5: Tasks of the Board

1. the board is responsible for management of the foundation
2. the board is permitted to the signing of contracts regarding the acquisition or sale of goods
3. the board is not permitted to sign agreements which lead of debts on the part of the foundation or to sign agreements that make the board responsible for the debts of others.

Article 6: Management and Representation

1. The Board elects an Executive Board who shall consist of President, vice President, Communications Secretary, Treasurer and one other board member.
2. Legally, the Executive Board represents the foundation.
3. The Board may appoint officers at its discretion. This may include: Director of Networking, Director of Communications, Director of Internet, Director of Resource Development, Editor of Global Forum and an agreed number of co-opted members (to include the future, present and immediate past conference chairpersons).

Article 7: Structures

1. For assistance, in accomplishing its tasks, the board may decide to call to life one or more committees. The committees will be chaired by a member of the Board and will report directly to the Board on all matters
2. The Board shall delegate the organising of the annual conference to one of its officially recognised National Branches or Affiliates (hereafter known as the local organising committee, as at 13.3)
3. The Board may delegate National responsibility to National Branches or Affiliates on receipt of items listed in National Branch documentation and approval by the board using the standard voting procedure. See separate guidelines.
4. The Board may establish a Teachers/Educators Council to represent the voice of teachers and educators.
5. The Board may establish an Alumni Council to represent the voice of young people who have contributed at the annual conference. See separate guidelines.

Article 8: Board Meetings and Decisions

1. The Board shall meet at the annual conference. Communication between conferences shall be via the CEIBOARD email list.
2. Meetings shall also be held when the chairperson considers this desirable or when

one of the other board members submits a written requests, stating specific reasons for calling the meeting, to the chairperson.

When the chairperson is unable to call a meeting within three weeks then the requesting board member is qualified to call a meeting on his/her own, taking into account the formal procedures.

3. Calling of a meeting occurs, with exception of the condition stated in article 8 paragraph 2, through the chairperson, at least one month prior to the meeting by means of written notification to all board members by letter or email.
4. Meeting notifications contain besides the place and time for the meeting, the agenda points to be discussed.
5. As long as a majority of board members are present at the meeting, valid and binding decisions can be taken with regards to all matters that arise, by majority vote; even when the formal procedures for calling a meeting as mentioned in the statutes have not been honoured.
6. The meetings are conducted by the chairperson. When the chairperson is absent, the board can appoint one of its members for conducting the meeting.
7. During the meetings, minutes are taken of decisions reached by the Recording Secretary or by one of the others present upon request by the chairperson.
8. The board can only take valid and binding decisions when the majority of its members present or represented. A Quorum for valid and binding decisions shall consist of $\frac{1}{2}$ the Board plus 1. A board member may elect to be represented by any other board member upon submitting a written proxy to be accepted at the discretion of the chairperson of the meeting. A board member can only represent one other board member.
9. The board can take decisions outside of meetings as well provided that all board members have, by letter or email, had the opportunity to express their opinion. Of the decisions taken in such a manner, a written abstract which includes the received of the various board members is made up by the secretary. The secretary and the chairperson co-sign the abstract which is to be included in the minutes of the next meeting.
10. Each board member has the right to bring out one vote. As long as the statutes do not prescribe a larger majority, all decisions are taken with the absolute majority of valid votes. When the votes split, a proposal is considered to be rejected.
11. All votes during a meeting are expressed verbally, unless one of the Board members desires the votes to be expressed in writing. Casting of votes in writing occurs through the signing of closed sheets of paper.
12. Neutral votes are considered as votes that have not been expressed.
13. The chairperson decides when disagreements arise for which there are no statutory prescriptions.

Article 9: Meetings and Public Attendance

The board meetings and committee meetings are open to all registered members of CEI unless the board decides otherwise in order to protect the privacy of individuals.

Article 10: Financial Year and Annual Reports

1. The financial year of the foundation runs parallel to the calendar year.
2. At the end of each financial year, the financial records are completed. The treasurer will write up a balance, showing the foundation's revenues and expenses over the past financial year. Within six months after the end of a financial year and prior to the annual conference the treasurer will present a financial report to the board.
3. Annual reports are determined by the board
4. 10% of the registration fee of each conference goes to the foundation.

Article 11: Documentation and Reportation

1. At the end of the financial year, the board is also required to produce an annual report documenting the foundation's activities, within six months after the end of the financial year. This shall comprise of the Conference Report, Recorded Minutes and Financial statement.
2. The documentation with regards of the foundation's policies and regulations will be made public, in a way to be determined by the board, after the board has officially endorsed these policies and regulations.

Article 12: Rules and Regulations

1. The board is authorised to draw up rules and regulations regarding subjects which are not covered in the foundation's statutes.
2. A rule or regulation may not be at odds with the law or the statutes.
3. The board is authorised to terminate or modify a rule or regulation, at all times.
4. To the formation, termination or modification of a rule or regulation applies article 14, paragraph 2.

Article 13: Participants

1. Participants in the foundation are schools, organisations or individuals who participate in the annual conferences and/or whose requests to become an official participant in the foundation have been honoured by the board.
2. Recognised National Branches are deemed to be participating organisations.
3. Anybody that the Board deems appropriate may be considered an affiliate without the requirement of attending the annual conference. They should endorse the goals of CEI.
4. Participants will receive information about the annual conference and the foundation's periodical, the Global Forum. The foundation may charge a subscription fee for its periodical.
5. Participants may be invited to attend the annual conference, but the responsibility for the selection of a conference participant lies with the local organising committee. (see 7.2)

Article 14: The Changing of Statutes

1. The board is authorised to change the statutes
2. A decision to change the statutes can only become effective when at least 2/3 of the valid votes endorses the decision during a special meeting where at least 2/3

- of the board is present or represented.
3. If during this special meeting an insufficient number of board members is present then the decision can become effective when during a next meeting, which has to be called between 2 and 6 weeks after the special meeting, 2/3 of the board members, regardless of the number of members present, endorse the decision.
 4. A change in statutes only becomes official when documented by a notary.

Article 15: Disbandment and Settlements

1. The board is authorised to disband the foundation
2. A decision to disband the foundation can be made in accordance of article 13 paragraphs 2 and 3
3. In case of disbandment the foundation is the board in charge of settling the accounts and running affairs.
During the course of the settlements the statutory ordinances remain in effect within reason.
4. A decision to disband must include the designation of a potentially positive balance of the account to a cause that is congruent to the “raison d’etre” of the foundation.

Article 16: Final Provision

In cases where the Statutes, regulations, rules or the law do not prescribe, the board can decide.

Finally, the appearer (Joke Wals) declared the following people have been appointed to the board of the Foundation.

Birgitta Norden (President)

Fatima Almeida (Vice President)

Joke Wals (Communications Secretary)

Ed Radatz (Treasurer)

Isabel Abrams (Board Member)